

ENTERED

August 08, 2023

Nathan Ochsner, Clerk

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§ Chapter 11
	§
CORE SCIENTIFIC, INC., <i>et al.</i> ,	§ Case No. 22-90341 (DRJ)
	§
Debtors. ¹	§ (Jointly Administered)

**ORDER DENYING DEBTORS' MOTION FOR SUMMARY JUDGMENT WITH
RESPECT TO PROOF OF CLAIM NOS. 358 AND 359 FILED BY SPHERE 3D CORP.**

[Relates to Docket No. 959]

On August 7, 2023, the Court held a hearing on the *Debtors' Motion for Summary Judgment with Respect to Proof of Claim Nos. 358 and 359 Filed by Sphere 3D Corp.* [Docket No. 959] (the "Motion"). For the reasons stated on the record at the hearing pursuant to Bankruptcy Rule 7052, it is **HEREBY ORDERED THAT:**

1. The Motion is denied without prejudice.
2. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Signed: August 08, 2023.



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Core Mining LLC (6971); Core Scientific, Inc. (3837); Core Scientific Acquired Mining LLC (N/A); Core Scientific Operating Company (5526); Radar Relay, Inc. (0496); Core Scientific Specialty Mining (Oklahoma) LLC (4327); American Property Acquisition, LLC (0825); Starboard Capital LLC (6677); RADAR LLC (5106); American Property Acquisitions I, LLC (9717); and American Property Acquisitions, VII, LLC (3198). The Debtors' corporate headquarters and service address is 210 Barton Springs Road, Suite 300, Austin, Texas 78704.

United States Bankruptcy Court
Southern District of Texas

In re:
Core Scientific, Inc.
Official Committee of Unsecured Creditor
Debtors

Case No. 22-90341-dmj
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0541-4
Date Rcvd: Aug 08, 2023

User: ADIuser
Form ID: pdf002

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Total Noticed: 41

The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.
^	Addresses marked '^' were sent via mandatory electronic bankruptcy noticing pursuant to Fed. R. Bank. P. 9036.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Aug 10, 2023:

Recip ID	Recipient Name and Address
db	+ American Property Acquisition, LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ American Property Acquisitions I, LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ American Property Acquisitions VII, LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Core Scientific Acquired Mining LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Core Scientific Mining LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Core Scientific Operating Company, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Core Scientific Specialty Mining (Oklahoma) LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Core Scientific, Inc., 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ RADAR LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Radar Relay, Inc., 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
db	+ Starboard Capital LLC, 210 Barton Springs Road, Suite 300, Austin, TX 78704-1251
trnsfee	+ B. Riley Securities, Inc., 11100 Santa Monica Blvd., Suite 800, Los Angeles, CA 90025-3979
intp	+ Board of Directors of Core Scientific, Inc., c/o Peter C. Lewis, Scheef & Stone, L.L.P., 500 North Akard Street, Suite 2700, Dallas, TX 75201-3306
intp	+ Condair Inc., c/o John S. Collins, Vorys, Sater, Seymour and Pease LLP, 909 Fannin, Suite 2700, Houston, TX 77010-1009
cr	+ Dalton Utilities, Howley Law PLLC, 711 Louisiana Street, Ste. 1850, Houston, TX 77002-2790
cr	+ Indigo Direct Lending, LLC, c/o Ross, Smith & Binford, PC, Attn: Frances A. Smith, 700 N. Pearl Street, Suite 1610 Dallas, TX 75201-7459
cr	+ J.W. Didado Electric, LLC, c/o Leonard I. Pataki, Quanta Services, 4500 S. Garnett Road, Suite 100, Tulsa, OK 74146-5221
cr	+ LV.NET, LLC, 1221 S. Casino Center Blvd., Las Vegas, NV 89104, UNITED STATES 89104-1015
cr	+ Maddox Industrial Transformer, LLC, c/o Mary M. Caskey, Esq., Haynsworth Sinkler Boyd, PA, PO Box 11889, Columbia, SC 29211-1889
intp	+ McCarthy Building Companies, Inc., c/o Watt, Tieder, Hoffar & Fitzgerald, L, 1765 Greensboro Station Place, Suite 1000, McLean, VA 22102-3468
cr	+ North Mill Equipment Finance LLC, c/o Padfield & Stout, LLP, Christopher V. Arisco, 420 Throckmorton Street, Suite 1210, Fort Worth, TX 76102-3792
cr	+ Pescadero Capital, LLC, Building LAW/JB, 700 Universe Blvd, Juno Beach, FL 33408, UNITED STATES 33408-2657
cr	+ Quinn Emanuel Urquhart & Sullivan, LLP, c/o Asher Griffin, 300 W 6th Street, Suite 2010, Austin, TX 78701 UNITED STATES 78701-3901
cr	+ Tanmar Rentals, LLC, c/o Wells & Cuellar, P.C., 440 Louisiana Suite 718, Houston, TX 77002, UNITED STATES 77002-1058
cr	+ Tenaska Power Services Co., c/o Ross & Smith, P.C., Attn: Jason Binford, 2003 N. Lamar Blvd., Suite 100 Austin, TX 78705-4932
intp	+ U.S. Bank National Association, as Prepetition Not, c/o Shipman & Goodwin LLP, One Constitution Plaza, Hartford, CT 06103-1803
cr	+ c/o James Bailey Esq Gaylor Electric, Inc., d/b/a, Bradley Arant Boult Cummings LLP, One Federal Place, 1819 5th Ave. N, Birmingham, AL 35203-2119

TOTAL: 27

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address	Date/Time	Recipient Name and Address
cr	+ Email/Text: ahochheiser@mauricewutscher.com	Aug 08 2023 20:55:00	AmTrust North America, Inc. on behalf of Associate, c/o Maurice Wutscher LLP, 23611 Chagrin Blvd. Suite 207, Beachwood, OH 44122-5540
cr	+ Email/Text: beanland@mssattorneys.com	Aug 08 2023 20:55:00	BEAM Concrete Construction, Inc., c/o Misti L. Beanland, 8131 LBJ Freeway, Suite 700, Dallas,

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			TX 75251-1352
cr	+ Email/Text: dallas.bankruptcy@LGBS.com	Aug 08 2023 20:56:00	Dallas County, Linebarger Goggan Blair & Sampson, LLP, c/o John K. Turner, 2777 N. Stemmons Freeway, Suite 1000, Dallas, TX 75207-2328
cr	^ MEBN	Aug 08 2023 20:04:35	GEM Mining 1, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	^ MEBN	Aug 08 2023 20:04:34	GEM Mining 2, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	^ MEBN	Aug 08 2023 20:04:33	GEM Mining 2B, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	^ MEBN	Aug 08 2023 20:04:32	GEM Mining 3, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	^ MEBN	Aug 08 2023 20:04:30	GEM Mining 4, LLC, c/o Evan N. Parrott, 11 North Water Street, Suite 24290, Mobile, AL 36602-5024
cr	+ Email/Text: rmcowell@slgcollect.com	Aug 08 2023 20:55:00	Meridian Equipment Finance, LLC, c/o Saldutti Law Group, 1040 Kings Highway N., Suite 100, Cherry Hill, NJ 08034-1925
cr	Email/Text: shirley.palumbo@nexteraenergy.com	Aug 08 2023 20:55:00	NextEra Energy Resources, LAW/JB, 700 Universe Blvd., Juno Beach, FL 33408, UNITED STATES
cr	+ Email/Text: schristianson@buchalter.com	Aug 08 2023 20:54:00	Oracle America, Inc., Buchalter PC, c/o Shawn M. Christianson, 425 Market St., Suite 2900, San Francisco, Ca 94105-2491
cr	+ Email/Text: neil.orleans@judithwross.com	Aug 08 2023 20:55:00	Tenaska Power Services Co., c/o Ross & Smith, P.C., Attn: Judith W. Ross, 700 N. Pearl Street, Suite 1610, Dallas, TX 75201-7459
cr	^ MEBN	Aug 08 2023 20:03:16	Texas Comptroller of Public Accounts, Revenue Acco, Christopher S. Murphy, P.O. Box 12548, Austin, TX 78711-2548
cr	+ Email/Text: BKECF@traviscountytx.gov	Aug 08 2023 20:55:00	Travis County, c/o Jason A. Starks, P.O. Box 1748, Austin, TX 78767-1748

TOTAL: 14

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

Recip ID	Bypass Reason	Name and Address
cr		36th Street Capital Partners, LLC
cr		ABLe Communications, Inc.
cr		Ad Hoc Group of Secured Convertible Noteholders
cr		Anchorage Lending CA, LLC
intp		B. Riley Commercial Capital, LLC
cr		Barings BDC, Inc.
cr		Barings Capital Investment Corporation
cr		Barings Private Credit Corp.
cr		BlockFi Lending LLC
cr		BlockFi, Inc. and its affiliated entities
cr		Bremer Bank
cr		Brown Corporation Brown Corporation, 311 Pointe North Place #4, Dalton, UNITED STATES
cr		Bryce Johnson
cr		CEC Energy Services LLC
cr		Celsius Mining, LLC

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cr	Charles Basil
cr	City of Denton
cr	Coonrod Electric Co. LLC
intp	Foundry Digital LLC
cr	General Casualty Company of Wisconsin
intp	Harper Construction Company, Inc.
cr	Huband-Mantor Construction, Inc.
cr	Humphrey & Associates, Inc.
cr	MK Marlow Company, LLC
cr	MP2 Energy Texas LLC d/b/a Shell Energy Solutions
cr	Marnoy Interests, Ltd. d/b/a Office Pavilion
cr	MassMutual Asset Finance, LLC
cr	Mitch Edwards
cr	Morgan Hoffman
cr	NYDIG ABL LLC
intp	Official Committee of Equity Security Holders
cr	Official Committee of Unsecured Creditors
cr	Prime Alliance Bank, Inc.
cr	Priority Power Management, LLC
intp	SRPF A QR Riversouth LLC
cr	Sphere 3D Corp.
cr	Summit Electric Supply Company, Inc.
cr	TOYOTA INDUSTRIES COMMERCIAL FINANCE INC.
cr	Texas Capitalization Resource Group, Inc., 5201 Camp Bowie Blvd. Suite 200, Fort Worth
intp	The Ad Hoc Equity Group
intp	Trilogy LLC
intp	Trinity Capital Inc.
cr	Wingspire Equipment Finance, LLC

TOTAL: 43 Undeliverable, 0 Duplicate, 0 Out of date forwarding address

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Aug 10, 2023

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on August 8, 2023 at the address(es) listed below:

Name	Email Address
Alfredo R Perez	on behalf of Debtor Starboard Capital LLC alfredo.perez@weil.com alfredo-perez-1218@ecf.pacerpro.com;erin.choi@weil.com;clifford.carlson@weil.com;rene.olvera@weil.com;christopher.jalomo@weil.com;jake.rutherford@weil.com;theodore.heckel@weil.com
Alfredo R Perez	on behalf of Debtor American Property Acquisition LLC alfredo.perez@weil.com, alfredo-perez-1218@ecf.pacerpro.com;erin.choi@weil.com;clifford.carlson@weil.com;rene.olvera@weil.com;christopher.jalomo@weil.com;jake.rutherford@weil.com;theodore.heckel@weil.com
Alfredo R Perez	on behalf of Debtor Core Scientific Inc. alfredo.perez@weil.com, alfredo-perez-1218@ecf.pacerpro.com;erin.choi@weil.com;clifford.carlson@weil.com;rene.olvera@weil.com;christopher.jalomo

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lfolk@porterhedges.com;jdickinson@porterhedges.com

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Asher Benjamin Griffin

on behalf of Creditor Quinn Emanuel Urquhart & Sullivan LLP ashergriffin@quinnemanuel.com

Ashley L. Harper

on behalf of Creditor Sphere 3D Corp. ashleyharper@HuntonAK.com

Brandon Bell

on behalf of Creditor Sphere 3D Corp. bbell@hunton.com

Brittany Dant Hepner

on behalf of Creditor Brown Corporation Brown Corporation bdant@minorfirm.com

Byron Z Moldo

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Byron Z Moldo

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Charles Thomas Kruse

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Charles Thomas Kruse

on behalf of Creditor Barings Private Credit Corp. tom.kruse@arnoldporter.com

Charles Thomas Kruse

on behalf of Creditor Barings BDC Inc. tom.kruse@arnoldporter.com

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on behalf of Creditor Brown Corporation Brown Corporation cbard@minorfirm.com

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Christopher S Murphy

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on behalf of Creditor North Mill Equipment Finance LLC carisco@padfieldstout.com

Craig Crockett

on behalf of Creditor Texas Capitalization Resource Group Inc. craig@crockettfirm.com

Craig E Power

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Devan Joan Dal Col

on behalf of Creditor Prime Alliance Bank Inc. ddalcol@reedsmith.com

Devan Joan Dal Col

on behalf of Creditor 36th Street Capital Partners LLC ddalcol@reedsmith.com

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Evan Nicholas Parrott

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on behalf of Creditor Anchorage Lending CA LLC jdrew@otterbourg.com

James B. Bailey

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jbailey@ecf.courtdrive.com

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on behalf of Creditor Ad Hoc Group of Secured Convertible Noteholders jamesgrogan@paulhastings.com

Jason Starks

on behalf of Creditor Travis County bkecf@traviscountytexas.gov

Jason B. Binford

on behalf of Creditor Tenaska Power Services Co. jason.binford@rsbfirm.com

Jason R Kennedy

on behalf of Creditor Humphrey & Associates Inc. bankruptcy@laperouselaw.com, amanda.olvera@laperouselaw.com

Jason S Brookner

on behalf of Creditor Committee Official Committee of Unsecured Creditors jbrookner@grayreed.com lwebb@grayreed.com

Jay K Farwell

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Jayson B. Ruff

on behalf of U.S. Trustee US Trustee jayson.b.ruff@usdoj.gov

Jeffrey Dale Stewart

on behalf of Creditor Tanmar Rentals LLC jstewart@wellscuellar.com

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on behalf of Creditor ABLe Communications Inc. jprostok@forsheyprostok.com,
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Jennifer Jaye Hardy

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on behalf of Interested Party McCarthy Building Companies Inc. jkneeland@watttieder.com, shope@watttieder.com

John Lewis, Jr.

on behalf of Creditor General Casualty Company of Wisconsin jolewis@shb.com sgrussell@shb.com

John E. Mitchell

on behalf of Creditor Bryce Johnson john.mitchell@katten.com

John F Higgins, IV

on behalf of Interested Party Harper Construction Company Inc. jhiggins@porterhedges.com,
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John F Higgins, IV

on behalf of Interested Party Foundry Digital LLC jhiggins@porterhedges.com
emoreland@porterhedges.com;eliana-garfias-8561@ecf.pacerpro.com;mwebb@porterhedges.com

John Kendrick Turner

on behalf of Creditor Dallas County john.turner@lgbs.com Dora.Casiano-Perez@lgbs.com;Dallas.Bankruptcy@lgbs.com

John Stuart Collins

on behalf of Interested Party Condair Inc. jscollins@vorys.com mdwalkuski@vorys.com

Judith W Ross

on behalf of Creditor Tenaska Power Services Co. judith.ross@rsbfirm.com

Kelli S. Norfleet

on behalf of Creditor City of Denton kelli.norfleet@haynesboone.com kenneth.rusinko@haynesboone.com

Kiran K Vakamudi

on behalf of Interested Party Official Committee of Equity Security Holders kvakamudi@velaw.com

Lydia R Webb

on behalf of Creditor Committee Official Committee of Unsecured Creditors lwebb@grayreed.com vsalazar@grayreed.com

Maegan Quejada

on behalf of Creditor NYDIG ABL LLC mquejada@sidley.com
txefilingnotice@sidley.com;maegan-quejada-3302@ecf.pacerpro.com;efilingnotice@sidley.com

Marcy J. McLaughlin Smith

on behalf of Creditor Dalton Utilities marcy.smith@troutman.com

Marguerite Lee DeVoll

on behalf of Interested Party McCarthy Building Companies Inc. mdevoll@watttieder.com

Maria Mulrooney Bartlett

on behalf of Creditor MP2 Energy Texas LLC d/b/a Shell Energy Solutions mbartlett@cokinoslaw.com

Mary M Caskey

on behalf of Creditor Maddox Industrial Transformer LLC mcaskey@hsblawfirm.com, cwilliamson@hsblawfirm.com

Matthew D Cavanaugh

on behalf of Creditor Celsius Mining LLC mcavanaugh@jw.com,
kgradney@jw.com;dtrevino@jw.com;jpupo@jw.com;JacksonWalkerLLP@jubilee bk.net;stes0@jw.com

Matthew Ray Brooks

on behalf of Creditor Dalton Utilities matthew.brooks@troutman.com wlbank@troutman.com;Monica.Molitor@troutman.com

Matthew T Ferris

on behalf of Creditor BlockFi Lending LLC matt.ferris@haynesboone.com
kim.morzak@haynesboone.com;kristy.martinez@haynesboone.com;kenneth.rusinko@haynesboone.com

Misti Lachelle Beanland

on behalf of Creditor BEAM Concrete Construction Inc. beanland@mssattorneys.com

Nathaniel Richard Hull

on behalf of Creditor MassMutual Asset Finance LLC nhull@verrilldana.com

Noelle M Reed

on behalf of Interested Party The Ad Hoc Equity Group noelle.reed@skadden.com
daniel.mayerfeld@skadden.com;dockethouston@skadden.com;rachel.redman@skadden.com;wendy.lamanna@skadden.com;andr
ea.bates@skadden.com;christopher.heaney@skadden.com

Patrick Holder Autry

on behalf of Creditor Coonrod Electric Co. LLC pautry@branscomblaw.com slee@branscomblaw.com

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Patrick Holder Autry	on behalf of Creditor CEC Energy Services LLC pautry@branscomblaw.com slee@branscomblaw.com
Paul E Heath	on behalf of Interested Party Official Committee of Equity Security Holders pheath@velaw.com
Peter Clifton Lewis	on behalf of Interested Party Board of Directors of Core Scientific Inc. peter.lewis@solidcounsel.com, marcella.morales@solidcounsel.com
R. J. Shannon	on behalf of Interested Party B. Riley Commercial Capital LLC rshannon@shannonpllc.com, rshannon@shannonlellp.com;7044075420@filings.docketbird.com
R. J. Shannon	on behalf of Transferee B. Riley Securities Inc. rshannon@shannonpllc.com, rshannon@shannonlellp.com;7044075420@filings.docketbird.com
Rachael L Smiley	on behalf of Creditor Marnoy Interests Ltd. d/b/a Office Pavilion rsmiley@fbfk.law, eglenn@fbfk.law
Raymond William Battaglia	on behalf of Creditor Huband-Mantor Construction Inc. rbattagialaw@outlook.com, rwbresolve@gmail.com
Reagan H. Tres Gibbs, III	on behalf of Creditor MP2 Energy Texas LLC d/b/a Shell Energy Solutions tgibbs@cokinoslaw.com
Scott D Fink	on behalf of Creditor TOYOTA INDUSTRIES COMMERCIAL FINANCE INC. Bronationalecf@weltman.com
Scott R Huete	on behalf of Creditor Summit Electric Supply Company Inc. shuete@elkinsplc.com
Shawn Kevin Brady	on behalf of Creditor TOYOTA INDUSTRIES COMMERCIAL FINANCE INC. sgodwin@brady-law-firm.com
Shawn M Christianson	on behalf of Creditor Oracle America Inc. schristianson@buchalter.com, cmcintire@buchalter.com
Shirley Palumbo	on behalf of Creditor Pescadero Capital LLC shirley.palumbo@nexteraenergy.com
Shirley Palumbo	on behalf of Creditor NextEra Energy Resources shirley.palumbo@nexteraenergy.com
Simon W Hendershot, III	on behalf of Creditor LV.NET LLC trey@hcmhlaw.com, kcowart@hcmhlaw.com;rpanneton@hcmhlaw.com;rainsworth@hchlawyers.com
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Stephen Clark Jackson	on behalf of Creditor GEM Mining 1 LLC sjackson@maynardcooper.com
Stephen Clark Jackson	on behalf of Creditor GEM Mining 4 LLC sjackson@maynardcooper.com
Stephen Clark Jackson	on behalf of Creditor GEM Mining 3 LLC sjackson@maynardcooper.com
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Thomas A Howley	on behalf of Creditor Dalton Utilities tom@howley-law.com roland@howley-law.com;eric@howley-law.com
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Total Noticed: 41

Timothy Alvin Davidson, II

on behalf of Creditor Sphere 3D Corp. taddavidson@andrewskurth.com

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TOTAL: 103